

**TRAILER TRAIN
COMPANY**

300 SOUTH WACKER DRIVE • CHICAGO, ILLINOIS 60606
(312) 786-1200

RECEIVED

AUG 24 9 30 AM '78

N. V. REICHERT
VICE PRESIDENT FINANCE

I.C.C.
FEE OPERATION BR.

August 23, 1978

Mr. Robert L. Oswald
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. *9390-A* Filed & Recorded

AUG 24 1978 - 9 40 AM

INTERSTATE COMMERCE COMMISSION

Dear Sir:

Will you please record as provided in Section 20c of the Interstate Commerce Act, the Manufacturing Agreement Supplement No. 1 dated August 20, 1978 between Pullman Incorporated (Pullman Standard Division) and Trailer Train Company. This Supplement is a supplement to the Manufacturing Agreement dated as of May 15, 1978 Five (5) counterpart originals of the Manufacturing Agreement are enclosed with this letter of transmittal together with a check in the amount of \$10.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

1116.4(b) - The names and addresses of the parties to the transaction:

Manufacturer: Pullman Incorporated
(Pullman Standard Division)
200 South Michigan Avenue
Chicago, Illinois 60604

Company: Trailer Train Company
300 South Wacker drive
Chicago, Illinois 60606

1116.4(c) - General description of the equipment:

Type	AAR Mechanical Designation	Units	Marked*	Numbered
89'4", 70-ton capacity, hydraulic draft gear, low level flatcars for autorack service	FA	90	TTX	852821-852910
		2		853411-853412

8-236A027

NO. AUG 24 1978

Date

Fee \$ *10-*

100 Washington, D. C.

Mary Kennedy
Open Report

Mr. Robert L. Oswald
August 23, 1978
Page two

"All units will have marked on each side thereof the following legend:

"Owned by a Bank or Trust Company under a Security Agreement Filed Under the Interstate Commerce Act, Section 20c."

- 1116.4(e) - A prior recordation of the Manufacturing Agreement to which this Supplement No. 1 related was made on May 18, 1978 at 1:20 PM, recordation number 9390.
- 1116.4(f) - Four (4) counterpart originals of the Manufacturing Agreement being recorded should be returned to the undersigned at the above address.

Very truly yours,



T. D. Marion
Manager, Equipment Financing

TDM/cc

Enclosures

RECORDATION NO. 9390-A Filed & Recorded

AUG 24 1978 9:10 AM

~~INTERSTATE~~ COMMERCE COMMISSION

MANUFACTURING AGREEMENT SUPPLEMENT NO. 1

dated as of August 20, 1978, between Pullman Incorporated (Pullman Standard Division) (hereinafter called the Manufacturer) and Trailer Train Company (hereinafter called the Company).

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of May 15, 1978, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on May 18, 1978, at 1:20 PM recordation number 9390, which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3 and 4 of said Annex A, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

PULLMAN INCORPORATED
(Pullman Standard Division)

(CORPORATE SEAL)

By

B. A. Bean

Vice President -
~~Freight Unit~~

ATTEST:

Margaret M. Keenan
Assistant Secretary

TRAILER TRAIN COMPANY

(CORPORATE SEAL)

By

R. E. [Signature]
Treasurer

Attest:

Thomas D. Marion
Assistant Secretary

STATE OF ILLINOIS
COUNTY OF COOK

SS:

On this 23rd day of August, 1978, before me personally appeared B. R. Beers, to me personally known, who being by me duly sworn, says that he is a Vice President of PULLMAN INCORPORATED (Pullman Standard Division); that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon L. Olson
Notary Public

(NOTARIAL SEAL)

My Commission expires: August 3, 1980

STATE OF ILLINOIS
COUNTY OF COOK

SS:

On this 23rd day of August, 1978, before me personally appeared R. E. Zimmerman, to me personally known, who being by me duly sworn, says that he is the Treasurer of TRAILER TRAIN COMPANY; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Margaret R. Goly
Notary Public

(NOTARIAL SEAL)

My Commission expires:

My Commission Expires July 7, 1982

Annex A
PULLMAN INCORPORATED (Pullman Standard Division)
(Manufacturer)
TRAILER TRAIN COMPANY
(Company)

Item 1:

<u>Type</u>	<u>Quantity</u>	<u>Company's Car Numbers(Inclusive)</u>	<u>Unit Base Price</u>	<u>Total Base Price</u>	<u>Month of Delivery</u>	<u>Specification (Contract Number)</u>
89'4", 70-ton capacity, low level hydraulic draft gear flatcar for auto-rack service	90	852821-852910	\$36,850	3,316,500	Aug '78	#68-43-110173 T-5077-P
	2	853411-853412	36,850	73,700	Aug '78	#68-43-110173 T-5077-P
	<u>92</u>			<u>\$3,390,200</u>		

Item 2: February 20, 1978

Item 3: February 20, 1978

Item 4: 200 South Michigan Avenue, Chicago, Illinois 60604

Interstate Commerce Commission
Washington, D.C. 20423

8/24/78

OFFICE OF THE SECRETARY

T.D. Marion
Trailer Train Company
300 South Wacker Drive
Chicago, Illinois 60606

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the
provisions of Section 20(c) of the Interstate Commerce Act,
49 U.S.C. 20(c), on **8/24/78** at **9:40am**,
and assigned recordation number(s) **9390-A**

Sincerely yours,

H.G. Homme, Jr.,
Acting Secretary

Enclosure(s)

SE-30-T
(2/78)